

RECEIVED  **BELLSOUTH**

BellSouth Telecommunications, Inc.

333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

Guy M. Hicks
General Counsel

615 214 6301
Fax 615 214 7406

03 JAN 29 AM 9
TN REGULATORY AUTHORITY
DOCKET ROOM

January 27, 2003

VIA HAND DELIVERY

Hon. Sara Kyle
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Lightyear Communications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

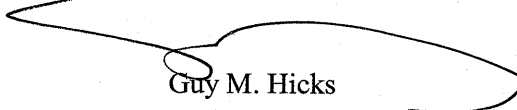
Docket No. 03-00075

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Lightyear Communications, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority ("TRA") the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated May 25, 2002. The Amendment establishes September 3, 2002 as the effective date of the Amendment adding rates to Exhibit B of Attachment 2 previously filed with the TRA on December 20, 2002.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: John Grieve, Lightyear Communications, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Lightyear Communications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND LIGHTYEAR COMMUNICATIONS, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Lightyear Communications, Inc. ("Lightyear") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated May 25, 2002 (the "Amendments") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Lightyear and BellSouth state the following:

1. Lightyear and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Lightyear. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on July 23, 2002.

2. The parties have recently negotiated an Amendment to the Agreement. The Amendment establishes September 3, 2002 as the effective date for the Amendment adding rates to Exhibit B of Attachment 2 previously filed with the TRA on December 20, 2002. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Lightyear and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The

Amendment provides that either or both of the parties is authorized to submit the Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendments between BellSouth and Lightyear within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. Lightyear and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

Lightyear and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 28th day of Jan, 2003.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

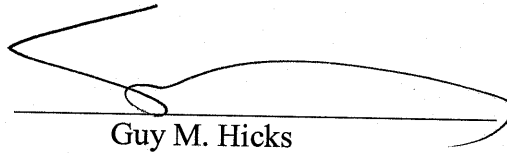
By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 28 day of Jan, 2003:

John Grieve
Lightyear Communications, Inc,
1901 Eastpoint Parkway
Louisville, KY 40223


Guy M. Hicks

**AMENDMENT
TO THE
AGREEMENT BETWEEN
LIGHTYEAR COMMUNICATIONS, INC.
AND
BELL SOUTH TELECOMMUNICATIONS, INC.
DATED MAY 25, 2002**

Pursuant to this Amendment, (the "Amendment"), LIGHTYEAR, Inc. ("LIGHTYEAR"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 25, 2002 ("Agreement").

WHEREAS, BellSouth and LIGHTYEAR entered into the Agreement on May 25, 2002 and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Amendment adding rates to Exhibit B of Attachment 2 will be made effective as of the date of signature by both parties, September 3, 2002.
2. All of the other provisions of the Agreement, dated May 25, 2002, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

LIGHTYEAR COMMUNICATIONS, INC.

By: 

Name: Christopher E. Royer

Title: Director

Date: 12/3/02

BellSouth Telecommunications, Inc.

By: 

Name: Elizabeth R. A. Shiroishi

Title: Assistant Director

Date: 12/10/02